

This Filing Statement is a reproduction of the original filed with the Exchange by the Company and is issued for information purposes only. The Exchange has neither approved nor disapproved the information contained therein, nor the material change set out in Item 2 below.

TORONTO STOCK EXCHANGE

FILING STATEMENT No. 235.
ACCEPTED FOR FILING, FEBRUARY 19th, 1959.

NEW DELHI MINES LIMITED

Full corporate name of Company

Incorporated under the laws of the Province of Ontario by Letters Patent dated September 5, 1934.

Particulars of Incorporation (e.g., Incorporated under Part IV of The Corporations Act, 1953 (Ontario) by Letters Patent dated May 1st, 1957)

FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Head office address and any other office address.	Suite 405, 25 Adelaide Street West, Toronto 1, Ontario.																		
2. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	Proposed agreement with Harry D. Merrell as vendor, whereunder the Company purchases twenty-two mining claims situated in the Nicola Mining Division of British Columbia for a consideration of 50,000 shares of its capital stock.																		
3. Names, addresses and chief occupations for the past five years of officers and directors.	<p>President & Director - Edward N. White, Apt. 12B, 173 Riverside Drive, New York City, N.Y., U.S.A. Mining Executive.</p> <p>Vice-President & Director - S. A. Perry, Apt. 712, 1 Benvenuto Place, Toronto Ontario. Corporate Secretary and Professional Mining Executive.</p> <p>Secretary-Treasurer & Director - G. D. Pattison, 235 Dawlish Avenue, Toronto 12, Ontario. Corporate Secretary & Professional Mining Exec.</p> <p>Asst. Secretary-Treasurer - R. D. Bell, Apt. 208, 165 Erskine Avenue, Toronto 12, Ontario. Chartered Accountant.</p> <p>Director - Eugene M. Zack, 2130 Howard Street, Detroit 15, Michigan, U.S.A. Business Executive.</p> <p>Director - H. H. Heller, 15 Alexandra Wood, Toronto 12, Ont. Business Exec.</p> <p>Director - Marvin Schwartz, 36 Washington Street, Brooklyn 1, N.Y., U.S.A. Business Executive.</p> <p>Director - Wm. R. Hodgson, 21 Lorraine Gardens, Islington, Ontario. Business Executive.</p>																		
4. Share capitalization showing authorized and issued and outstanding capital.	<p>Authorized - 5,000,000 shares of \$1.00 par value each</p> <p>Issued - 3,705,527 shares</p>																		
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding or proposed to be issued.	None																		
6. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<table border="1"> <thead> <tr> <th>Registered holder</th><th>No. of Shares</th><th>Beneficial Owners</th></tr> </thead> <tbody> <tr> <td>Draper Dobie & Company Ltd., Toronto, Ont.</td><td>1,068,058</td><td>Dodge Copper Mines Ltd. as to 70,000 shares</td></tr> <tr> <td>Robertson & Morgan, Toronto, Ont.</td><td>178,075</td><td>not known</td></tr> <tr> <td>Edward N. White, New York, N.Y.</td><td>100,501</td><td>registered holder</td></tr> <tr> <td>Dobieco Limited, Toronto, Ont.</td><td>100,000</td><td>registered holder</td></tr> <tr> <td>Ruth Lowe, Toronto, Ont.</td><td>90,000</td><td>registered holder</td></tr> </tbody> </table>	Registered holder	No. of Shares	Beneficial Owners	Draper Dobie & Company Ltd., Toronto, Ont.	1,068,058	Dodge Copper Mines Ltd. as to 70,000 shares	Robertson & Morgan, Toronto, Ont.	178,075	not known	Edward N. White, New York, N.Y.	100,501	registered holder	Dobieco Limited, Toronto, Ont.	100,000	registered holder	Ruth Lowe, Toronto, Ont.	90,000	registered holder
Registered holder	No. of Shares	Beneficial Owners																	
Draper Dobie & Company Ltd., Toronto, Ont.	1,068,058	Dodge Copper Mines Ltd. as to 70,000 shares																	
Robertson & Morgan, Toronto, Ont.	178,075	not known																	
Edward N. White, New York, N.Y.	100,501	registered holder																	
Dobieco Limited, Toronto, Ont.	100,000	registered holder																	
Ruth Lowe, Toronto, Ont.	90,000	registered holder																	
7. Details of any treasury shares now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	An option has been granted to Edward N. White, President and a full time employee of the Company, to purchase 100,000 shares of the Company's capital stock at the price of 75¢ per share on or before May 15, 1959, or the date upon which his employment with the Company is terminated, whichever is the earlier.																		
8. Names and addresses of persons having any interest, direct or indirect, in underwritten or optioned shares or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	Edward N. White, Apt. 12B, 173 Riverside Drive, New York, N.Y., U.S.A.																		
9. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	None. As and when the Company issues the 50,000 shares being the consideration pursuant to the vendors agreement with Harry D. Merrell mentioned in Paragraph 2 hereof, 5,000 of such shares will be issued free and 45,000 will be held in escrow by Guaranty Trust Company of Canada, Toronto, subject to release only on consent of the Toronto Stock Exchange.																		
10. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings. (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	Not applicable.																		

FINANCIAL STATEMENTS

NEW DELHI MINES LIMITED
(Incorporated under the laws of Ontario)

BALANCE SHEET

December 31, 1958

- ASSETS -

Cash on deposit	51,042.83
Sundry debtors	2,647.92
Investment in and advances to affiliated mining companies, at net cost	1,107,558.44
Other investments, at cost	43,309.00
Participation interest in oil properties, at cost, less net revenue to date	36,059.20
Prepaid expense	90.02
Mining claims, less cost of claims abandoned, at the consideration given therefor consisting of 616,875 shares of the presently constituted capital stock issued for \$224,837.50 and \$41,281.23 cash	266,118.73
Mine buildings, equipment and road at cost, less proceeds from disposals	35,254.66
Deferred charges, development and administrative expense	602,548.51
	<u>2,144,629.31</u>

- LIABILITIES -

Accounts payable	492.66
Capital stock:	
Authorized, 5,000,000 shares of \$1.00 par value	
Issued, 3,705,527 shares as follows:	
	Par value Discount Net
For mining claims	616,875.00 392,037.50 224,837.50
For abandoned claims	100,000.00 90,000.00 10,000.00
For cash	2,588,652.00 879,352.85 1,709,299.15
For investment in other mining company	400,000.00 200,000.00 200,000.00
	<u>3,705,527.00 1,561,390.35 2,144,136.65</u>
	<u>2,144,629.31</u>

APPROVED:

"S.A. Perry" Director

"G.D. Pattison" Director

NEW DELHI MINES LIMITED

STATEMENT OF DEFERRED CHARGES

For the year ended December 31, 1958

<u>Development</u>	
Balance, December 31, 1957	453,576.44
General, Licenses, Taxes, Maps, Insurance . . .	1,066.69
Maneast, Blind River	
Field Engineer's salary	1,000.00
Diamond drilling	8,912.00
Supplies	120.18
Transportation	94.71
Consulting fees	191.50
Workmen's compensation	99.98
Sundry	2.75
Highland Valley, B. C.	
Survey	5,200.00
Option payment	5,000.00
Clericy Township	
Equipment	1,009.24
Loss on sale of building	1,534.60
Taxes	21.00
Daine Township, abandoned claims	<u>20,000.00</u>
	497,829.09
<u>Organization and administrative expenses</u>	
Balance, December 31, 1957	79,300.83
Legal and audit	465.00
Administration fees	5,000.00
President's salary	16,254.99
Bank charges	8.31
Travel	2,398.33
Government fees	162.57
Stock transfer	947.36
Postage, telephone	676.79
Directors fees	1,500.00
Annual report	531.06
Publicity	470.90
Sundry	52.00
Interest earned	<u>3,048.72</u>
	<u>104,719.42</u>
	<u>602,548.51</u>

NEW DELHI MINES LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

For the year ended December 31, 1958

Source of funds

Proceeds from sale of house.	800.00
Interest earned.	3,048.72
Net revenue from interest in oil properties.	3,006.69
Collections, sundry debtors.	3,683.88
Decrease in working capital.	<u>71,387.98</u>
	<u>81,927.27</u>

Application of funds

Purchase 900,000 shares in Associated Mining Corporation	24,900.00
Advances to Associated Mining Corporation.	5,415.84
Advances to Nickel Corporation of America.	10,621.32
Development expense.	12,522.80
Administrative expense	<u>28,467.31</u>
	<u>81,927.27</u>

APPROVED:

"S.A. Perry" Director

"G.D. Pattison" Director

ENGINEER'S REPORT

Note - The following is an excerpt from the report by Fred J. Hemsworth, P.Eng., dated September 24th, 1958, on the property located in the Nicola Mining Division, British Columbia. A complete copy of the report is on file with the Toronto Stock Exchange.

RECOMMENDATIONS

Zones A and C should be stripped and trenched by bulldozer. These zones are handy to the tractor road and could be investigated at a minimum cost. If copper mineralization is uncovered in either of these areas, the other zones should be stripped and the best zones diamond drilled.

Before a large development program is undertaken a working arrangement should be made so that certain of the "B" claims may be explored jointly with the company ground.

CONCLUSIONS

The manner in which the New Delhi claims were located over prior staking resulted in a serious loss in continuity of gamma contours, and the prevalent hill and dale topography, combined to make this survey particularly difficult to interpret.

The effectiveness of the magnetometer survey can best be evaluated after the recommended development has been completed.

Respectfully submitted,

F. J. Hemsworth

F.J. Hemsworth, P. Eng.

Mutual 4-
TELEPHONE TAYLOR 7734

FRED J. HEMSWORTH
MINING ENGINEER

315 CREDIT FONCIER BLDG.
850 WEST HASTINGS STREET
VANCOUVER 1, B.C.

February 24, 1959.

Mr. R.D. Bell,
Asst. Secretary-Treasurer,
New Delhi Mines Limited,
Ste. 405-25 Adelaide St. West,
Toronto, Ont.

Dear Mr. Bell,

Pursuant to our telephone conversation, this is to confirm that I have no interest in the Mel, Nicki, O'Leary or Del mineral claims, and that I hold no shares in New Delhi Mines Limited.

Yours truly,

FJH/DB

F.J. Hemsworth.

11. Brief statement of company's chief development work during past year.	The Company continues to retain its 75% interest in Nickel Corporation of America which company has outlined a substantial low grade laterite nickel deposit in Josephine County, Oregon, U.S.A. The Company's wholly owned subsidiary, Associated Mining Corporation, is now performing a magnetometer survey on its claims located in the Township of Compton, Quebec. Boundary and magnetometer surveys were completed on certain claims in the Nicola Mining Division, British Columbia, previously held under option.																																																				
12. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The Company plans to carry on the development of the properties of its subsidiary companies and to explore and maintain in good standing as warranted, its other mining properties.																																																				
13. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<table><tr><th colspan="4"><u>Investment in and advances to affiliated mining companies</u></th></tr><tr><th></th><th><u>No. of Shares</u></th><th><u>Book Value</u></th><th><u>Quoted Value</u></th></tr><tr><td>Associated Mining Corporation - investment</td><td>900,000</td><td>24,900.00</td><td>nil</td></tr><tr><td>" " " - advance</td><td></td><td>5,415.84</td><td></td></tr><tr><td>(wholly owned subsidiary)</td><td></td><td></td><td></td></tr><tr><td>Canadian Manganese Mining Corporation Limited (controlled company)</td><td>925,000</td><td>335,312.50</td><td>nil</td></tr><tr><td>Delmico Mines Limited (controlled company)</td><td>1,291,885</td><td>344,551.80</td><td>116,269.65</td></tr><tr><td>Nickel Corporation of America - investment</td><td>300,000</td><td>390,000.00</td><td>nil</td></tr><tr><td>" " " " - advance</td><td></td><td>7,378.30</td><td></td></tr><tr><td>(subsidiary - 75% owned)</td><td></td><td></td><td></td></tr><tr><td></td><td></td><td><u>\$1,107,558.44</u></td><td><u>\$116,269.65</u></td></tr><tr><td colspan="4"><u>Other investments</u></td></tr><tr><td>Dodge Copper Mines Limited</td><td>211,000</td><td><u>\$43,309.00</u></td><td><u>\$4,220.00</u></td></tr></table>	<u>Investment in and advances to affiliated mining companies</u>					<u>No. of Shares</u>	<u>Book Value</u>	<u>Quoted Value</u>	Associated Mining Corporation - investment	900,000	24,900.00	nil	" " " - advance		5,415.84		(wholly owned subsidiary)				Canadian Manganese Mining Corporation Limited (controlled company)	925,000	335,312.50	nil	Delmico Mines Limited (controlled company)	1,291,885	344,551.80	116,269.65	Nickel Corporation of America - investment	300,000	390,000.00	nil	" " " " - advance		7,378.30		(subsidiary - 75% owned)						<u>\$1,107,558.44</u>	<u>\$116,269.65</u>	<u>Other investments</u>				Dodge Copper Mines Limited	211,000	<u>\$43,309.00</u>	<u>\$4,220.00</u>
<u>Investment in and advances to affiliated mining companies</u>																																																					
	<u>No. of Shares</u>	<u>Book Value</u>	<u>Quoted Value</u>																																																		
Associated Mining Corporation - investment	900,000	24,900.00	nil																																																		
" " " - advance		5,415.84																																																			
(wholly owned subsidiary)																																																					
Canadian Manganese Mining Corporation Limited (controlled company)	925,000	335,312.50	nil																																																		
Delmico Mines Limited (controlled company)	1,291,885	344,551.80	116,269.65																																																		
Nickel Corporation of America - investment	300,000	390,000.00	nil																																																		
" " " " - advance		7,378.30																																																			
(subsidiary - 75% owned)																																																					
		<u>\$1,107,558.44</u>	<u>\$116,269.65</u>																																																		
<u>Other investments</u>																																																					
Dodge Copper Mines Limited	211,000	<u>\$43,309.00</u>	<u>\$4,220.00</u>																																																		
14. Brief statement of any lawsuits pending or in process against company or its properties.	None.																																																				
15. Names and addresses of persons whose shareholdings are large enough to materially affect control of the company.	No person or persons have shareholdings large enough to materially affect control of the Company; however, Draper Dobie & Company Ltd. may be in a position to materially affect control if it is able to obtain sufficient proxies from other shareholders.																																																				
16. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None.																																																				
17. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	Mr. Harry D. Merrell, 129 Mary Street, Chilliwack, British Columbia, is the vendor of the claims to be purchased and will receive a consideration of 50,000 shares of the Company's capital stock.																																																				
18. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	<table><tr><td>Harry D. Merrell, 129 Mary Street, Chilliwack, British Columbia,</td><td>as to 90%</td></tr><tr><td>Isaac Shulman, 404 - 510 West Hastings Street, Vancouver, British Columbia,</td><td>as to 10%</td></tr></table>	Harry D. Merrell, 129 Mary Street, Chilliwack, British Columbia,	as to 90%	Isaac Shulman, 404 - 510 West Hastings Street, Vancouver, British Columbia,	as to 10%																																																
Harry D. Merrell, 129 Mary Street, Chilliwack, British Columbia,	as to 90%																																																				
Isaac Shulman, 404 - 510 West Hastings Street, Vancouver, British Columbia,	as to 10%																																																				
19. Statement of any other material facts and if none, so state.	There are no other material facts to report.																																																				

DATED February 12th, 1959.

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 2 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"S.A. Perry"

"G.D. Pattison"

NEW DELHI MINES LIMITED

Director

Director

CORPORATE
SEAL

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 2 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

TORONTO STOCK EXCHANGE

FILING STATEMENT No. 570.
ACCEPTED FOR FILING, MAY 2nd. 1961.

NEW DELHI MINES LIMITED

Full corporate name of Company
Incorporated under the laws of the Province of Ontario by
Letters Patent dated September 5, 1934.
Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953
(Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

Reference is made to previous
Filing Statement No. 235.

(To be filed with respect to any material change in a company's affairs, including among other things,
an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	This statement is filed to reflect the proposed:- a) sale of treasury shares b) reorganization of the capital structure of the Company and change of name c) option to acquire mining claims in British Columbia, as provided for in an agreement in writing, particularly referred to in Schedule "A" hereto.
2. Head office address and any other office address.	Suite 405, 25 Adelaide Street West, Toronto, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	President and Director: S.A.PERRY, 1 Benvenuto Place, Toronto, Ontario, Corporate Secretary, Professional Mining Executive. Vice-President and Director: H.H.HELLER, 15 Alexandra Wood, Toronto, Ont. Business Executive. Secretary-Treasurer & Director: G.D.PATTISON, 235 Dawlish Avenue, Toronto, Ontario. Corporate Secretary, Professional Mining Executive. Asst. Secretary-Treasurer and Director: R.D.BELL, 31 Otter Crescent, Toronto, Ontario Chartered Accountant. Director: G.H.HAWKER, 1246 Crossfield Blvd., Port Credit, Ontario. Accountant. Director: W.E.ESSERY, 483 Huron St., Toronto, Ontario. Chartered Accountant. Director: C.H.TAYLOR, 1369 Victor Ave., Port Credit, Ontario. Public Relations Counsel.
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized: 5,000,000 shares of \$1.00 per value. Issued and outstanding as fully paid: 3,755,527 shares.
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	NIL.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	<p>Under an Agreement dated April 28th, 1961, as amended by a further Agreement dated May 3rd, 1961, between J.P.Cannon & Co.Limited (on behalf of a client) as Underwriter-Optionee and the Company, the Underwriter-Optionee has agreed to purchase 200,000 shares of the capital stock of the Company (as presently constituted) at 10¢ per share and 44,473 shares (as presently constituted) at 12½¢ per share, to be paid for within three days of the date of acceptance for filing of this Filing Statement. The Underwriter-Optionee has undertaken that the 244,473 shares underwritten as above will be sold on the open market at prices not to exceed 15¢ per share.</p> <p>In consideration of the foregoing, the Company and the Underwriter-Optionee (acting as aforesaid) have agreed to subscribe and pay for shares of the capital stock of the Company (as reorganized) for an aggregate consideration of not less than \$60,000, the number of shares to be purchased and the price per share to be agreed upon between the Company and the Underwriter-Optionee and to be subject to the approval of the Toronto Stock Exchange. In consideration of the foregoing firm commitment the Underwriter-Optionee shall have the option of purchasing all or any part of a number of shares (as reorganized) in the capital stock of the Company equal to 850,000 shares less the number of shares purchased by the Underwriter-Optionee for the said sum of \$60,000, in blocks and at prices and within times to be agreed upon between the Company and the Underwriter-Optionee and to be subject to the approval of the Toronto Stock Exchange. Particulars of the last-mentioned underwriting and options will be set forth in an amending filing statement to be submitted to the Toronto Stock Exchange forthwith upon approval by the Company's shareholders of the reorganization as set out in paragraph 20 hereof.</p>

MAY 18 1961

7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	R. & P. Metals Corporation Limited, Suite 405, 25 Adelaide Street West, Toronto, Ontario, is the only person having any interest, direct or indirect, in the underwritten shares and in the Agreements referred to in paragraph 6 above. Andrew Robertson, 60 Highland Avenue, Toronto, is the only person having a greater than 5% interest in R. & P. Metals Corporation Limited.									
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	Nil									
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>Pursuant to the terms of the said agreement set out in Schedule "A" hereto, the Company intends to pay Norco Resources Ltd. (Norco) the sum of \$7,500.00 and agrees to expend the sum of \$30,000.00 on exploration and development work on the Norco mineral claims by September 30th, 1961, and in consideration thereof the Company will have the right and option to purchase and acquire said mineral claims from Norco for 625,000 shares of the Company's capital stock as constituted after the re-organization of the Company.</p> <p>(See also Schedule "A" hereto on page 3)</p>									
10. Brief statement of company's chief development work during past year.	None - the Company has been inactive save for maintaining some of its mining properties in good standing.									
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	Pursuant to the terms of the agreement referred to in Schedule "A" hereto, the Company may acquire the right and option to purchase the Norco mineral claims for 625,000 shares of its capital stock as constituted after its reorganization. The Vendor is Norco Resources Ltd., a company incorporated under the laws of British Columbia, with office at 404 - 510 West Hastings Street, Vancouver, B C. (See also Schedule "A" hereto)									
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	<p>Norco is a public company with numerous shareholders. Norco has advised the Company that the following are the only persons holding of record more than 5% of its issued shares:</p> <p>Mrs. Helen Mahood, 2104 Gordon Ave., West Vancouver, B.C.</p> <p>Mr. Edward B. Sandford 1764 West 58th Ave., Vancouver, B.C.</p> <p>Philip C. Goddard, 334 West 13th Ave., N. Vancouver, B.C.</p> <p>Norco has also advised the Company that Trimart Investments Limited, an Ontario company with office at 100 Adelaide St. West, Toronto, will receive, in partial reimbursement of moneys spent by Trimart in maintaining Norco's property in good standing and for other expenses, \$3,350. of the \$7,500. payable by the Company to Norco; and that, in the event that the Company exercises its option to acquire the Norco property, Trimart will receive 125,000 of the 625,000 shares of the Company issuable therefor; and that Morris Black, 26 Dunloe Avenue, Toronto, Ontario, is the only person having more than a 5% interest in Trimart.</p>									
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	45,000 shares are held in escrow by Guaranty Trust Company of Canada, Toronto, subject to release only on consent of the Toronto Stock Exchange									
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	<p>The following are the only persons holding more than 5% of the said 45,000 escrowed shares:</p> <table><thead><tr><th>Name</th><th>Address</th><th>Number of Shares</th></tr></thead><tbody><tr><td>Harry D. Merrell</td><td>129 Mary St., Chilliwack, British Columbia</td><td>40,500</td></tr><tr><td>Isaac Shulman</td><td>510 West Hastings St., Vancouver, British Columbia</td><td>2,250</td></tr></tbody></table>	Name	Address	Number of Shares	Harry D. Merrell	129 Mary St., Chilliwack, British Columbia	40,500	Isaac Shulman	510 West Hastings St., Vancouver, British Columbia	2,250
Name	Address	Number of Shares								
Harry D. Merrell	129 Mary St., Chilliwack, British Columbia	40,500								
Isaac Shulman	510 West Hastings St., Vancouver, British Columbia	2,250								

SCHEDULE "A"

By an agreement in writing dated the 11th day of April, 1961 (as amended by an Agreement dated April 28, 1961) and made between Norco Resources Limited (Norco), the Company, and R. & P. Metals Corporation Limited (R. & P.) the following is provided in essence:

1. The underwriting and other arrangements detailed in paragraph 6 of this Filing Statement.
2. The option granted by Norco to the Company to acquire 95 located mineral claims and 5 Crown granted mineral claims owned by Norco and located at the Theodosia River, Malaspina Inlet, Vancouver Mining Division, British Columbia. The consideration for the granting of the option is the payment by the Company of \$7,500.00 and its covenant to expend \$30,000. in exploration and development work on the said claims before September 30, 1961. The option is exercisable on or before December 31, 1961, by delivery to Norco, in payment for the said claims, of 625,000 shares of the Company (as constituted after its reorganization as aforesaid) as fully paid and non-assessable shares. Of the said 625,000 shares, 10% shall be free and 90% may be escrowed subject to release to the parties entitled thereto only on the written consents of the Toronto Stock Exchange (and any other Exchange upon which the shares may be then trading).
3. The Company shall apply for Supplementary Letters Patent authorizing the reorganization of its capital as aforesaid and changing its name to Delhi Pacific Mines Limited.
4. Upon the Company exercising its option to acquire the claims from Norco as aforesaid -
 - a) Norco shall be entitled to have two nominees elected to the Board of Directors of the Company;
 - b) 75% of all moneys received by the Company from sale of its shares (other than the shares which may be sold to realize \$60,000: see paragraph 6 of this Filing Statement) shall be set aside and ear-marked for the exploration and development of the said mineral claims;
 - c) the authorized capital of the Company shall not be increased without the written consent of Norco so long as Norco is the registered holder of at least 400,000 shares of the Company (as constituted after its said reorganization).
5. The agreement is subject to the acceptance by the Toronto Stock Exchange of a Filing Statement reflecting this transaction; the approval of the shareholders of the Company and of Norco. The exploration and development work to be carried on by the Company as aforesaid shall be conducted under the sole discretion of Andrew Robertson, P. Eng.

FINANCIAL STATEMENTS

NEW DELHI MINES LIMITED
(Incorporated under the laws of Ontario)

BALANCE SHEET

March 31, 1961

- ASSETS -

<u>Current assets:</u>			
Cash.	1,678.77		
Interest bearing deposit with broker.	1,887.06		
Prepaid insurance	203.32	3,769.15	
<u>Investments:</u>			
Investments in and advances to subsidiary companies (note 1).	407,804.96		
Investments in and advances to affiliated mining companies, at net cost (note 2). (Quoted Value - \$129,188.50).	630,864.30		
Other investment, at nominal value.	1.00	1,088,670.26	
<u>Participation interest in oil properties, at cost</u>			
less revenue to date.		32,728.17	
<u>Fixed assets:</u>			
Sundry equipment at estimated disposal value.		1,500.00	
<u>Mining claims, at the consideration given therefor</u>			
consisting of 416,875 shares of capital stock valued at \$124,837.50 and \$54,281.23 cash		179,118.73	
<u>Deferred charges:</u>			
Exploration and development	299,055.50		
Organization and administrative expenses.	121,370.36	420,425.86	
		1,726,212.17	

- LIABILITIES -

<u>Capital stock:</u>				
Authorized, 5,000,000 shares of \$1.00 par value				
Issued, 3,755,527 shares as follows:				
	Par value	Discount	Net	
For mining claims	416,875.00	292,037.50	124,837.50	
For abandoned claims.	350,000.00	227,500.00	122,500.00	
For cash.	2,588,652.00	879,352.85	1,709,299.15	
For investment in other mining company	400,000.00	200,000.00	200,000.00	
	3,755,527.00	1,598,890.35	2,156,636.65	
Less Deficit.			430,424.48	1,726,212.17
				1,726,212.17

APPROVED:

Director
"G.D. Pattison"
Director
"R.D. Bell"

NEW DELHI MINES LIMITED

NOTES TO BALANCE SHEET

March 31, 1961

1. The accounts of the subsidiary companies, Nickel Corporation of America and Associated Mining Corporation, have not been consolidated as they have been inactive except for exploration and development expenditures for which funds have been advanced by the parent company. The latter company is without assets and the investment therein has consequently been written down to a nominal value of \$1.00.

Nickel Corporation of America:

Investment, 300,000 shares, acquired during 1957 and 1958 for a consideration of \$190,000.00 cash expended by the parent company on the development of mining claims in the state of Oregon owned by Nickel Corporation of America and 400,000 shares of the company's capital stock valued at 50¢ per share.	390,000.00	
Advances	<u>17,803.96</u>	407,803.96

Associated Mining Corporation:

Investment, 900,000 shares		<u>1.00</u>
		<u>407,804.96</u>

2. Investments in and advances to affiliated mining companies consist of the following:

	<u>No. of Shares</u>	<u>Net Cost</u>	<u>Quoted Value</u>
Canadian Manganese Mining Corporation Limited.	925,000	335,312.50	
Canadian Manganese Mining Corporation Limited - Advances		1,000.00	
Delmico Mines Limited	1,291,885	<u>314,551.80</u>	129,188.50*
		680,864.30	

*Unlisted quotation as per Draper Dobie & Company, Ltd.

NEW DELHI MINES LIMITED

STATEMENT OF DEFERRED CHARGES

For the three month period ended March 31, 1961

Development:

Balance, December 31, 1960.	298,880.50	
Licenses.	<u>175.00</u>	299,055.50

Organization and administrative expenses:

Balance, December 31, 1960.	120,272.71	
Head office administration.	750.00	
Government fees	70.50	
Stock transfer.	277.00	
Bank charges.	<u>.15</u>	<u>1,097.65</u>
		<u>121,370.36</u>
		<u>420,425.86</u>

NEW DELHI MINES LIMITED

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

For the fifteen month period ended March 31, 1961

Source of funds

Decrease in working capital	13,744.23
Net revenue from interest in oil properties	1,204.44
Sale of core shack.	<u>50.00</u>
	<u>14,998.67</u>

Application of funds

Advances to subsidiary and affiliated companies		
Nickel Corporation of America	1,891.89	
Associated Mining Corporation	282.92	
Canadian Manganese Mining Corporation Limited . .	1,000.00	
Staking mining claims, Wopmay River, N.W.T. . . .	3,000.00	
Exploration and development		
Year ended December 31, 1960.	1,527.69	
Deduct Loss on sale of core shack	<u>250.00</u>	
	1,277.69	
Three month period ended March 31, 1961	<u>175.00</u>	1,452.69
Administrative expenses		
Year ended December 31, 1960.	6,273.52	
Three month period ended March 31, 1961	<u>1,097.65</u>	<u>7,371.17</u>
		<u>14,998.67</u>

APPROVED:

G.D. Pattison Director

R.D. Bell Director

ENGINEER'S REPORT

Note - The following are excerpts from a Report by Harvey H. Cohen, P. Eng. dated April 11th. 1961, on the Copper King property, Theodosia Arm, British Columbia. A complete copy of the report is on file with the Toronto Stock Exchange.

ABSTRACT

The Copper King property, situated along the upper reaches of Theodosia Inlet approximately five miles from the conflux of the Theodosia River and Theodosia Arm, lies only 100 air miles from the City of Vancouver, B.C. The area, consisting of 102 mineral claims, of which 5 are Crown granted, is held by Norco Resources Limited of Vancouver, B.C.

The area is well located with regard to timber and water for concentrating purposes, and lies in close proximity to existing logging roads.

The ground was examined to determine its value and possibilities from a mining standpoint, and to gather information that would assist in forming a structural picture with a view to further exploration of the areas of more favorable geology. A geophysical survey employing a magnetometer was carried out over part of the area.

Results of the fieldwork indicate the property to be a very promising prospect which warrants a program to:

1. Complete the magnetometer survey on the Copper Chief M.C. on a 100' grid with a reconnaissance survey on a 400' x 100' grid on adjacent claims.
2. Geological mapping and sampling of the showings. Mapping to be done on a scale 1" = 40'.
3. Diamond drilling to complete two cross-sections across both contact zones on the Copper King M.C. using AX core size - a minimum depth of 500' is suggested with a total minimum footage of approximately 2500'.
4. To enable the program to commence at an early date, a bulldozer (D7 or D8) could be used to extend the road to the mine site, or a helicopter landing site prepared in the clearing west of the cabins.

Estimated cost of the above program will be approximately \$35,000.

History:

The Copper King, Copper Chief, Blue Jacket, Silver King and Theodosia Crown granted mineral claims were acquired by Mr. Mahood during 1956. The Rocors, Stars, Bella, Ace, GN, Bill, Pat and Rob claims are held by location.

Early work of trenching and tunneling was carried out at the turn of the century. Further attempts to reopen the property during the period 25 - 35 years ago was not possible due to the conflicting logging operations by Merrill Ring Logging Co.

Mr. Mahood and associates have reconstructed the camp at Mt. Foch and have succeeded in exposing to a large extent, zones of ore grade mineralization.

SUMMARY AND CONCLUSIONS

It is the writer's opinion that the Copper King mineral showing is a promising prospect and is considered worthy of further development for the following reasons:

1. The main copper showing on the Copper King property reveals good grade ore in irregular massive occurrences over an area of some 4000 square feet at the "glory hole" with a marked mineralized zone trending north-westerly and whose limits have not yet been reached. The total true width could only be estimated at approximately 40 feet, and a sample taken across a 4 ft. section assayed: CU 6.54%; AG 6.2 oz/ton; Au 0.02 oz/ton.
2. Several exposures in the "glory hole" reveal massive chalcopyrite across a measured width of 2-1/2 feet.
3. Secondary copper mineralization in the form of malachite, azurite, were observed intermittently across a wide zone extending over 200 feet.
4. The total width of the skarn and sedimentary zone that carries the ore is said to be 360 feet. This was not traced by the writer, but is indicated on the geophysical map of the Copper King. Too, obvious structural controls observed are the structural breaks to the east of the showings towards the granitic intrusive, and another to the west through the camp. The two faults are approximately 350 feet apart on a line passing through the main showing.
5. The present northwesterly limit of the main showing reveals massive bornite and chalcopyrite together with magnetite. This heavily mineralized body disappears beneath overburden at this margin.
6. Cross shearing between the two major faults has provided geological conditions favorable to ore deposition on a large scale.
7. It is quite conceivable that there exists in this zone of contact metamorphism a series of rich concentrated bodies of ore in a gangue and ore matrix.
8. The roof pendant and large inclusions of sediments have provided especially favorable loci for ore deposition and, the prominent fault structures extending outwards from the contact points to the distinct possibility of having a series of deposits along or parallel to the faults for a distance of perhaps 2000 feet.
9. Opening new exposures by trenching along the zone, employing a gas operated drill, would be an economical yet efficient aid in proving the indicated continuity of the zone of mineralization.

RECOMMENDATIONS

1. Complete the magnetometer survey of the area on a grid of 400' x 100' reconnaissance pattern with a close in grid of 100' x 50' to cover areas where results indicate, and extrapolation of the survey to adjacent areas where found necessary or advisable.
2. Resampling and detail mapping of all surface exposures on a scale 1" = 40'.
3. Reconnaissance and prospecting the area along the general strike. This can be done simultaneously with the magnetometer survey on the east-west lines traversing the area.
4. Diamond drilling is recommended for the main showings to complete two cross sections across both contact zones and the intervening ground to a depth of at least 500 feet. A minimum of 2500 feet of AX drilling is recommended for this test.
5. Recce the area from the end of the old grade to the north of the showing for suitable access to the showing. A D8 "cat" could construct a jeep road up the hill in a short time. For the time being, a helicopter may be employed to shuttle supplies for tidewater to the clearing just south of the main showing.
6. Estimated costs of the exploration program exclusive of road construction but including drilling, engineering, and supervision is \$35,000. Road construction may be estimated at \$5,000 to extend the existing road up the north side of Mt. Foch.
7. The time required to complete this program would be approximately three months.

CERTIFICATE

I, Harvey H. Cohen of 8438 Wiltshire Street, Vancouver, British Columbia, hereby certify that:

1. I am a graduate of the University of British Columbia in Mining Engineering.
2. I am a registered Professional Engineer in the Province of British Columbia since 1954 and have been practicing my profession for 12 years.
3. I have no direct or indirect interest in the properties or securities of Norco Resources Ltd.
4. I have no expectation of obtaining any interests in securities of Norco Resources Ltd.
5. Information contained in the accompanying report of the Copper King Mineral Showings is based on my personal examinations and work performed directly under my personal supervision on the property, (to accompany report on Copper King Mineral Showings).

Harvey H. Cohen

Harvey H. Cohen, P. Eng.
Vancouver, B. C.
April 11, 1961

15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<table><tr><th>Registered Holder</th><th>No. of Shares</th><th>Beneficial Owner</th></tr><tr><td>Draper Dobie & Co. Ltd. Toronto</td><td>1,029,383</td><td>Dodge Copper Mines Ltd. as to 70,000 shares</td></tr><tr><td>R.H. Scarlett & Co. Ltd. Toronto</td><td>192,600</td><td>not known</td></tr><tr><td>Robertson & Morgan, Toronto</td><td>164,050</td><td>not known</td></tr><tr><td>Dobieco Ltd., Toronto</td><td>100,000</td><td>registered holder</td></tr><tr><td>Doherty, Roadhouse & Co., Toronto</td><td>73,564</td><td>not known</td></tr></table>	Registered Holder	No. of Shares	Beneficial Owner	Draper Dobie & Co. Ltd. Toronto	1,029,383	Dodge Copper Mines Ltd. as to 70,000 shares	R.H. Scarlett & Co. Ltd. Toronto	192,600	not known	Robertson & Morgan, Toronto	164,050	not known	Dobieco Ltd., Toronto	100,000	registered holder	Doherty, Roadhouse & Co., Toronto	73,564	not known																						
Registered Holder	No. of Shares	Beneficial Owner																																							
Draper Dobie & Co. Ltd. Toronto	1,029,383	Dodge Copper Mines Ltd. as to 70,000 shares																																							
R.H. Scarlett & Co. Ltd. Toronto	192,600	not known																																							
Robertson & Morgan, Toronto	164,050	not known																																							
Dobieco Ltd., Toronto	100,000	registered holder																																							
Doherty, Roadhouse & Co., Toronto	73,564	not known																																							
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	No person or persons have shareholdings large enough to materially affect control of the Company; however, present management may be in a position to maintain control if it is able to obtain sufficient proxies from other shareholders. After the reorganization and the issue of 525,000 shares to Norco pursuant to the agreement aforementioned, Norco may be in a position to materially affect control of the Company.																																								
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<table><tr><th colspan="4">Investment in and advances to affiliated mining companies</th></tr><tr><th></th><th>No. of Shares</th><th>Book Value</th><th>Quoted Value \$</th></tr><tr><td>Associated Mining Corp. of America (Wholly owned subsidiary)</td><td>900,000</td><td>1.00 (written down)</td><td>1.00</td></tr><tr><td>Nickel Corp. of America</td><td>300,000</td><td>390,000.00</td><td>N11</td></tr><tr><td>Nickel Corp. of America - advances</td><td></td><td>17,803.96</td><td></td></tr><tr><td>Canadian Manganese Mining Corp. Ltd.</td><td>925,000</td><td>335,312.50</td><td>N11</td></tr><tr><td>Canadian Manganese Mining Corp. Ltd. - advances (controlled company)</td><td></td><td>1,000.00</td><td></td></tr><tr><td>Delmico Mines Limited (controlled company)</td><td>1,291,885</td><td>344,551.80</td><td>\$129,188.50</td></tr><tr><td colspan="4">Other investments</td></tr><tr><td>Dodge Copper Mines Limited</td><td>211,000</td><td>1.00 (written down)</td><td>N11</td></tr></table>	Investment in and advances to affiliated mining companies					No. of Shares	Book Value	Quoted Value \$	Associated Mining Corp. of America (Wholly owned subsidiary)	900,000	1.00 (written down)	1.00	Nickel Corp. of America	300,000	390,000.00	N11	Nickel Corp. of America - advances		17,803.96		Canadian Manganese Mining Corp. Ltd.	925,000	335,312.50	N11	Canadian Manganese Mining Corp. Ltd. - advances (controlled company)		1,000.00		Delmico Mines Limited (controlled company)	1,291,885	344,551.80	\$129,188.50	Other investments				Dodge Copper Mines Limited	211,000	1.00 (written down)	N11
Investment in and advances to affiliated mining companies																																									
	No. of Shares	Book Value	Quoted Value \$																																						
Associated Mining Corp. of America (Wholly owned subsidiary)	900,000	1.00 (written down)	1.00																																						
Nickel Corp. of America	300,000	390,000.00	N11																																						
Nickel Corp. of America - advances		17,803.96																																							
Canadian Manganese Mining Corp. Ltd.	925,000	335,312.50	N11																																						
Canadian Manganese Mining Corp. Ltd. - advances (controlled company)		1,000.00																																							
Delmico Mines Limited (controlled company)	1,291,885	344,551.80	\$129,188.50																																						
Other investments																																									
Dodge Copper Mines Limited	211,000	1.00 (written down)	N11																																						
18. Brief statement of any lawsuits pending or in process against company or its properties.	None																																								
19. Statement of any other material facts and if none, so state.	<p>The said agreement referred to in Schedule "A" hereto provides for the reorganization of the capital of the Company on a one-for-four basis and change of its name by Supplementary Letters Patent to be applied for after the purchase by R. & P. of 244,473 shares of the Company. (See item 6 above).</p> <p>The Supplementary Letters Patent will provide for:</p> <p>(a) the decrease of the capital of the Company from \$5,000,000 divided into 5,000,000 shares of the par value of \$1.00 each to \$2,000,000 divided into 2,000,000 shares of the par value of \$1.00 each, by cancellation pro rata of 3,000,000 shares, of the 4,000,000 issued shares.</p> <p>(b) increasing the capital to \$3,000,000 by the creation of 1,000,000 additional shares of the par value of \$1.00 each ranking pari passu in all respects with the 2,000,000 shares existing after the decrease.</p> <p>(c) changing the name of the Company to Delhi Pacific Mines Limited or such other name acceptable to the Provincial Secretary of Ontario. (See also Schedule "A").</p>																																								

CERTIFICATE OF THE COMPANY

DATED April 27, 1961.

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"G.D. Pattison"

NEW DELHI MINES LIMITED

per:

CORPORATE
SEAL

"R. D. Bell"

per:

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

J.P. CANNON & CO. LIMITED

per:

"J.T. Cannon"

"L.W. Greeniaus"

per: